

FEB 29 2008

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BERKSHIRE PARTNERS, LLC,
)
)
)
)
)
Plaintiff,
)
)
)
-against-
)
)
BALL CORPORATION,
)
)
Defendant.
)
)

Case No. 08-CV-00556 (GEL)

**NOTICE OF MOTION
ADMISSION PRO HAC VICE**

PLEASE TAKE NOTICE that, upon the annexed declaration of Jerome C. Katz, executed on February 28, 2008, plaintiff Berkshire Partners LLC ("Berkshire") will move this Court pursuant to Rule 1.3(c) of the Local Civil Rules, that Peter L. Welsh and Roberto Tepichin, III who are members of the bar of the Commonwealth of Massachusetts, and who are associates of Ropes & Gray LLP, be admitted *pro hac vice* for all purposes on behalf of plaintiff Berkshire in this action.

Dated: New York, New York
February 28, 2008

ROPP & GRAY LLP

By: Jerome C. Katz
ROPEs & GRAY LLP
1211 Avenue of the Americas
New York, NY 10036-8704
jerome.katz@ropesgray.com
(212) 596-9000

Attorneys for Plaintiff Berkshire Partners LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BERKSHIRE PARTNERS LLC,)
Plaintiffs,) Case No. 08-CV-00556 (GEL)
-against-)
BALL CORPORATION,)
Defendant.)

)

**DECLARATION OF
JEROME C. KATZ**

Jerome C. Katz declares, pursuant to 28 U.S.C. § 1746, as follows:

1. I am a member in good standing of the bar of this Court and a member of Ropes & Gray LLP. I make this declaration in support of the motion by Berkshire Partners LLC ("Berkshire") pursuant to Rule 1.3(c) of the Local Civil Rules of this Court, that Peter L. Welsh and Roberto Tepichin, III be admitted *pro hac vice* for all purposes on behalf of Berkshire in this action.
2. Peter L. Welsh and Roberto Tepichin, III, who are associates of Ropes & Gray LLP, are fully familiar with this action.
3. Peter L. Welsh and Roberto Tepichin, III are members in good standing of the bar of the Commonwealth of Massachusetts, as evidenced by the annexed certificates.
4. I respectfully request that defendants' motion be granted in all respects. A proposed order is enclosed herewith.

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed on February 28, 2008

Jerome C. Katz
ROPES & GRAY LLP
1211 Avenue of the Americas
New York, NY 10036-8704
jerome.katz@ropesgray.com
(212) 596-9000

Attorneys for Plaintiff Berkshire Partners LLC

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

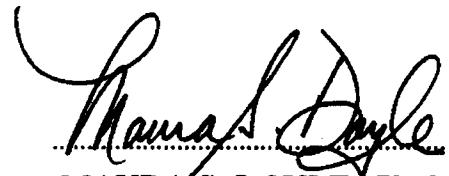
BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston
within and for said County of Suffolk, on the **second**
day of **December** A.D. **2005**, said Court being the highest
Court of Record in said Commonwealth:

Roberto Tepichin

being found duly qualified in that behalf, and having taken and subscribed
the oaths required by law, was admitted to practice as an Attorney, and, by
virtue thereof, as a Counsellor at Law, in any of the Courts of the said
Commonwealth: that said Attorney is at present a member of the Bar, and
is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the
seal of said Court, this **nineteenth** day of **February**
in the year of our Lord **two thousand and eight**.




MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

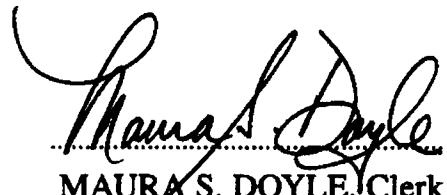
BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston
within and for said County of Suffolk, on the **seventeenth**
day of **December** A.D. **1999**, said Court being the highest
Court of Record in said Commonwealth:

Peter Welsh

being found duly qualified in that behalf, and having taken and subscribed
the oaths required by law, was admitted to practice as an Attorney, and, by
virtue thereof, as a Counsellor at Law, in any of the Courts of the said
Commonwealth: that said Attorney is at present a member of the Bar, and
is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the
seal of said Court, this **nineteenth** day of **February**
in the year of our Lord **two thousand and eight**.




MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

Upon the motion of plaintiffs Berkshire Partners LLC ("Berkshire") pursuant to Rule 1.3(c) of the Local Civil Rules, for an order admitting Peter L. Welsh and Roberto Tepichin, III *pro hac vice* for all purposes on behalf of Berkshire in this action, and for good cause shown, it is hereby

ORDERED that the motion is GRANTED in all respects.

Dated: New York, New York

_____ _____, 2008

United States District Judge

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
: SS.:
COUNTY OF NEW YORK)

PAUL G. LANG, being duly sworn, deposes and says:

1. I am not a party to this action, am over 18 years of and reside at 2 Dialstone Lane, Riverside, CT.
2. On February 28, 2008, I served the within Notice of Motion for Admission Pro Hac Vice upon:

Lauren Emily Aguiar
Skadden, Arps, Slate, Meagher
& Flom LLP
4 Times Square
New York, NY 10036

by depositing a true copy thereof, enclosed in a properly addressed postage paid sealed envelope, into an official depository maintained by the United States Postal Service in the State of New York.



Paul G. Lang

Sworn to before me
February 28, 2008



Charles R. Brustman
Notary Public

CHARLES R. BRUSTMAN
Notary Public, State of New York
No. 01BR4799113
Qualified in Nassau County
Commission Expires June 21, 2011